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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
: :
MOTORS LIQUIDATION COMPANY, et al., : **09-50026 (REG)**
f/k/a General Motors Corp., et al. :
: :
Debtors. : (Jointly Administered)
: :
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**RESPONSE OF WEIL, GOTSHAL & MANGES LLP
TO FEE EXAMINER'S MOTION FOR ADJOURNMENT
OF HEARING ON SECOND INTERIM FEE APPLICATIONS**

TO THE HONORABLE ROBERT E. GERBER,
UNITED STATES BANKRUPTCY JUDGE:

Weil, Gotshal & Manges LLP (“**WG&M**”), attorneys for Motors Liquidation Company (f/k/a General Motors Corporation) and its affiliated debtors, as debtors in possession, submits this response to the Fee Examiner’s Motion for Adjournment of Hearing on Second Interim Fee Applications, dated April 21, 2010 [Docket No. 5540] (the “**Motion**”).

1. Pursuant to the Motion, the Fee Examiner seeks to adjourn the hearing (the “**Hearing**”) to consider the second interim fee applications filed in these

cases from April 29, 2010 “until approximately mid-June.” (Motion at 1.) Although WG&M does not believe an adjournment of the Hearing is warranted, it has no objection to a shorter adjournment until mid-May 2010, subject, of course, to the Court’s availability.

2. The Fee Examiner’s duties are administrative and discrete. His charge is to review fee applications for compliance with the Bankruptcy Code, the Court’s orders, and guidelines, and file reports with respect thereto as set forth in the Stipulation and Order with Respect to Appointment of a Fee Examiner [Docket No. 4708]. If the Hearing were to take place as scheduled, the Fee Examiner would have had 6 weeks to review the fee applications which are the subject of the Hearing. An additional 15-20 days should be more than adequate for the Fee Examiner to complete his review.

WHEREFORE WG&M respectfully requests that if the Court is inclined to grant an adjournment of the Hearing, that the Hearing be held in the middle of May 2010.

Dated: New York, New York
April 23, 2010

/s/ Stephen Karotkin

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